

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

	:	Chapter 11
In re:	:	
	:	Case No. 24-11967 (JKS)
BIG LOTS, INC., <i>et al.</i> , <sup>1</sup>	:	(Jointly Administered)
	:	
Debtors.	:	<b>Related to Docket Nos. 16, 20, 114, 134, 385</b>

**MILELLI REALTY-LEHIGH STREET, LLC’S JOINDER TO THE  
OMNIBUS LIMITED OBJECTION OF CERTAIN LANDLORDS TO THE  
MOTIONS OF THE DEBTORS TO APPROVE (I) STORE CLOSING  
PROCEDURES AND (II) POST PETITION FINANCING**

Milelli Realty-Lehigh Street, LLC (“**Milelli**”), a creditor and party in interest, through its undersigned counsel, hereby files this joinder and limited objection (the “Limited Objection”) both to the *Motion of Debtors for Entry of Interim and Final Orders (I) Authorizing the Debtors to Assume the Services Agreement, (II) Authorizing Store Closing Sales and Approving Related Procedures, and (III) Granting Related Relief* (the “Store Closing Motion”) [D.I. 16], and to *Motion of Debtors for Entry of Interim and Final Orders, Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, 364, 503, 506, 507, and 552, (I) Authorizing the Debtors to (A) Obtain Senior Secured Superpriority Post-Petition Financing and (B) Use Cash Collateral, (II) Granting Liens and Superpriority Administrative Expense Claims, (III) Providing Adequate Protection to Prepetition Secured Parties, (IV) Scheduling a Final Hearing, and (V) Granting Related Relief* (the “DIP Motion” and together with the Store Closing Motion, the “Motions”)) [D.I. 20], and in support thereof, respectfully states as follows:

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<sup>1</sup> The debtors and debtors in possession in these chapter 11 cases, along with the last four digits of their respective employer identification numbers, are as follows: Great Basin, LLC (6158); Big Lots, Inc. (9097); Big Lots Management, LLC (7948); Consolidated Property Holdings, LLC (0984); Broyhill LLC (7868); Big Lots Stores - PNS, LLC (5262); Big Lots Stores, LLC (6811); BLBO Tenant, LLC (0552); Big Lots Stores - CSR, LLC (6182); CSC Distribution LLC (8785); Closeout Distribution, LLC (0309); Durant DC, LLC (2033); AVDC, LLC (3400); GAFDC LLC (8673); PAFDC LLC (2377); WAFDC, LLC (6163); INFDC, LLC (2820); Big Lots eCommerce LLC (9612); and Big Lots F&S, LLC (3277). The address of the Debtors’ corporate headquarters is 4900 E. Dublin-Granville Road, Columbus, OH 43081.

1. On September 9, 2024 (“Petition Date”) each of the Debtors filed a voluntary petition for relief pursuant to chapter 11 of the Bankruptcy Code with this Court. The Debtors remain in possession of their properties and continue to manage their businesses as debtors-in-possession pursuant to sections 1107 and 1108 of the Bankruptcy Code. No trustee or examiner has been appointed in these chapter 11 cases.

2. On the Petition Date, the Debtors filed the Motions.

3. On September 10, 2024, the Court entered an interim Order approving the DIP Motion on an interim basis and scheduled a hearing to consider the entry of a final DIP order [D.I. 114].

4. On September 11, 2024, the Court entered an interim Order approving the Store Closing Motion on an interim basis and scheduled a hearing to consider the entry of a final store closing order [DI. 134].

5. On October 2, 2024, various landlords filed the *Omnibus Limited Objection of Certain Landlords to Motions of Debtors to Approve (A) Store Closing Procedures and (B) Post-Petition Financing* (the “Omnibus Objection”) [D.I. 385].

6. Milelli is the landlord (“Landlord”) of a Big Lots store located at 2349 Lehigh Street, Allentown, PA 18103 pursuant to a lease entered into between Milelli and Big Lots Stores, LLC on or about February 5, 1991 and as subsequently amended (“Lease”).

7. The Debtors failed to pay Milelli for obligations due under the Lease including but not limited to the September rent when due and including the rent due under the Lease for the Debtor’s use and occupancy of the Leased Premises from September 9, through September 30, 2024 (the “Stub Rent”).

8. Milelli is entitled to payment of all Lease obligations arising under or coming due post-petition (including but not limited to the Stub Rent) and the order approving the DIP financing on a final basis should be i) subject to the terms of, and ii) neither impair, prejudice, nor modify rights under the Lease between the Debtors and Milelli.

9. The Landlord objects to the Motions as they have the impact of forcing the Landlord to aid in maintaining the going concern value of the Debtors' business operations while assuming the risk that it and other landlords will not be paid administrative claims which have been accruing since the Petition Date.

### **JOINDER**

10. Milelli hereby adopts, joins and incorporates herein, as if set forth fully herein the reasoning, and arguments and objections raised and asserted and the relief requested by various landlords in the Omnibus Objection.

11. Milelli hereby joins the objections by other landlords to the Motions to the extent that such objections are not inconsistent with the relief sought herein.

### **RESERVATION OF RIGHTS**

12. Milelli reserves the right to amend and/or supplement this Limited Objection and to raise any additional arguments or objections prior to or at any hearing held in connection with this objection.

### **CONCLUSION**

**WHEREFORE**, Milelli respectfully requests the Court enter an order(i) modifying the relief requested in the Motions as requested in the objections, together with such other and further relief as the court deems just and proper.

<p>Dated: October 7, 2024 Wilmington, Delaware</p>	<p>Respectfully Submitted,</p> <p><b>McCARTER &amp; ENGLISH, LLP</b></p> <p>By: <u>/s/ Shannon D. Humiston</u> Shannon D. Humiston (No. 5740) Renaissance Centre 405 N. King Street, 8<sup>th</sup> Floor Wilmington, Delaware 19801 Telephone: (302) 984-6313 Facsimile (302) 984-2496 <a href="mailto:shumiston@mccarter.com">shumiston@mccarter.com</a></p> <p>and</p> <p>Jeffrey T. Testa 100 Mulberry Street Four Gateway Center Newark, NJ 07012 Telephone: (973) 622-4444 Facsimile: (973) 624-7070 <a href="mailto:jtesta@mccarter.com">jtesta@mccarter.com</a> <i>Pro hac to be submitted</i></p> <p><i>Counsel for Milelli Realty-Lehigh Street, LLC</i></p>
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